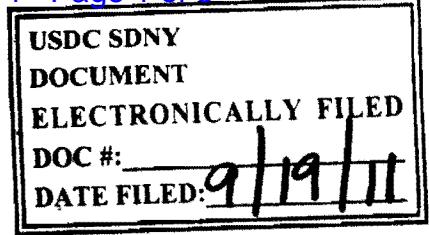


UNITED STATES DISTRICT COURT FOR THE
SOUTHERN DISTRICT OF NEW YORK

-----X
 DEUTSCHE BANK TRUST COMPANY AMERICAS, in :
 its capacity as successor indenture trustee for certain series :
 of Senior Notes, LAW DEBENTURE TRUST COMPANY :
 OF NEW YORK, in its capacity as successor indenture :
 trustee for certain series of Senior Notes, and :
 WILMINGTON TRUST COMPANY, in its capacity as :
 successor indenture trustee for the PHONES Notes, :
 :
 Plaintiffs, :
 :
 vs. :
 :
 ABU DHABI INVESTMENT AUTHORITY, *et al.* :
 :
 Defendants. :
 :
 -----X

Civil Action

Case No. 1:11-CV-4522
(RJH)

**ORDER STAYING
DEFENDANTS' TIME
TO ANSWER OR
OTHERWISE RESPOND
TO THE AMENDED
COMPLAINT**

Upon consideration of Plaintiffs' motion [36], Defendants' time to answer or otherwise respond to the Amended Complaint in this action is hereby stayed until further order of this Court.

This stay does not bar, but instead permits Plaintiffs to

- (a) amend the Complaint or file a motion for leave to amend the Complaint;
- (b) voluntarily dismiss this action or one or more defendants pursuant to Federal Rule of Civil Procedure 41;
- (c) move to add or drop a party or to sever any claim against a party pursuant to Federal Rule of Civil Procedure 21;

(d) file a motion with the Judicial Panel on Multidistrict Litigation (the “MDL”) seeking to transfer and consolidate this action with related actions pending in this District and elsewhere; and

(e) file a Rule 26(d)(1) motion seeking leave of the Court to conduct early discovery as may be necessary solely for the purpose of preventing applicable statutes of limitation or other time-related defenses from barring any state law constructive fraudulent conveyance claims against any former Tribune shareholder to recover stock redemption/purchase payments made to such shareholders in connection with the 2007 Tribune LBO.

Notwithstanding the Stay, all Defendants or their counsel are required to enter an appearance in this case within 30 days after the latter of entry of this Order or service of the Amended Complaint upon Defendant, without prejudice to any defenses or positions that Defendant may have.

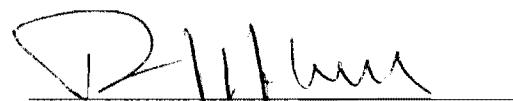
Notwithstanding the Stay, Defendants are permitted to file responses to any motions Plaintiffs make pursuant to this Order.

Notwithstanding the Stay, any Defendant who was not provided with notice of Plaintiffs’ motion prior to entry of this Order, because such defendant had not yet been served with the Complaint or Amended Complaint or appeared in the action, may move this Court at any time to vacate or modify this Order upon notice to Plaintiffs and all other Defendants in this action.

At such time as the Stay is lifted or terminates, this Court shall set the schedule for answering or otherwise responding to the Amended Complaint, unless the action has been transferred to another court for coordinated pretrial proceedings.

SO ORDERED.

Dated: New York, New York
September 14, 2011



Richard J. Holwell
United States District Judge